

**EXHIBIT F**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
JOANN INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 25-10068 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	

**Objections Due: July 10, 2025 at 4:00 P.M. (ET)**  
**Hearing Date: To be scheduled if necessary**

**THIRD MONTHLY FEE STATEMENT FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,  
AS CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR THE PERIOD FROM APRIL 1, 2025 THROUGH MAY 31, 2025**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors
Date of Retention:	Effective as of January 31, 2025 by order signed March 24, 2025 [Docket No. 634]
Period for which Compensation and Reimbursement is Sought:	April 1, 2025 through May 31, 2025 <sup>2</sup>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$61,373.50
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$433.50

This is a:      ☒ monthly      ☐ interim      ☐ final application.

The total time expended for fee statement preparation is approximately 1.0 hours and the corresponding compensation requested is approximately \$650.00.

<sup>1</sup> The Debtors in these chapter 11 cases are: JOANN Inc.; Needle Holdings LLC; Jo-Ann Stores, LLC; Creative Tech Solutions LLC; Creativebug, LLC; WeaveUp, Inc.; JAS Aviation, LLC; joann.com, LLC; JOANN Ditto Holdings Inc.; Dittopatterns LLC; JOANN Holdings 1, LLC; JOANN Holdings 2, LLC; and Jo-Ann Stores Support Center, Inc.

<sup>2</sup> The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

## PRIOR STATEMENTS/APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
4/21/25 Dkt. 724	1/31/25 – 2/28/25	\$311,352.50	\$3,157.76	\$249,082.00	\$3,157.76
4/22/25 Dkt 728	3/1/25-3/31/25	\$23,768.50	\$168.70	\$19,014.80	\$168.70
5/15/25 Dkt. 896	1/31/25 – 3/31/25	\$335,121.00	\$3,326.46	Pending	Pending

**PSZJ PROFESSIONALS**

Name of Professional Individual	Position of the Applicant, Year of Obtaining License to Practice	Hourly Billing Rate (including Changes)	Total Hours Billed	Total Compensation
Sandler, Bradford J.	Partner, 1996	\$1,895.00	8.40	\$15,918.00
O'Neill, James E.	Partner, 2001	\$1,475.00	20.20	\$29,795.00
Bates, Andrea T.	Paralegal	\$650.00	23.50	\$15,275.00
Cuniff, Patricia E.	Paralegal	\$625.00	0.30	\$187.50
Bouzoukis, Charles J.	Case Management Assistant	\$495.00	0.40	\$198.00
Janet Grayson	Case Management Assistant	\$0.00	51.80	\$0.00
<b>Grand Total</b>			<b>104.60</b>	<b>\$61,373.50</b>

Grand Total: \$61,373.50  
Total Hours: 104.60  
Blended Rate: \$586.74

**COMPENSATION BY CATEGORY**

Project Categories	Total Hours	Total Fees
Asset Disposition	2.00	\$3,790.00
Bankruptcy Litigation	55.20	\$4,368.00
Case Administration	7.10	\$7,928.50
Claims Administration and Objections	2.30	\$4,358.50
PSZJ Compensation	12.10	\$9,393.50
Other Professional Compensation	14.30	\$14,291.50
Contract and Lease Matters	1.10	\$1,622.50
Financing/Cash Collateral/Cash Management	0.40	\$590.00
Hearings	0.50	\$325.00

<b>Project Categories</b>	<b>Total Hours</b>	<b>Total Fees</b>
Operations	0.10	\$189.50
Plan and Disclosure Statement	9.00	\$13,569.00
Relief From Stay	0.50	\$947.50
<b>Grand Total</b>	<b>104.60</b>	<b>\$61,373.50</b>

**EXPENSE SUMMARY**

<b>Expense Category</b>	<b>Service Provider<sup>3</sup> (if applicable)</b>	<b>Total Expenses</b>
Litigation Support Vendors		\$71.10
PACER - Court Research		\$233.10
Postage		\$53.10
Reproduction Expense		\$76.20
<b>Total</b>		<b>\$433.50</b>

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<sup>3</sup> PSZJ may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
JOANN INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 25-10068 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	

**Objections Due: July 10, 2025 at 4:00 P.M. (ET)**  
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**THIRD MONTHLY FEE STATEMENT FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP,  
AS CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FOR THE PERIOD FROM APRIL 1, 2025 THROUGH MAY 31, 2025**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”) and this Court’s *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* entered on March 4, 2025 [Docket No. 552] (the “Administrative Order”), Pachulski Stang Ziehl & Jones LLP (“PSZJ” or the “Firm”), counsel for the official committee of unsecured creditors (the “Committee”), hereby submits its *Third Monthly Fee Statement for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Co-Counsel for the Official Committee of Unsecured Creditors for the Period From April 1, 2025 Through May 31, 2025* (the “Statement”).

<sup>1</sup> The Debtors in these chapter 11 cases are: JOANN Inc.; Needle Holdings LLC; Jo-Ann Stores, LLC; Creative Tech Solutions LLC; Creativebug, LLC; WeaveUp, Inc.; JAS Aviation, LLC; joann.com, LLC; JOANN Ditto Holdings Inc.; Dittopatterns LLC; JOANN Holdings 1, LLC; JOANN Holdings 2, LLC; and Jo-Ann Stores Support Center, Inc.

By this Statement PSZJ seeks a monthly interim allowance of compensation in the amount of \$61,373.50 and actual and necessary expenses in the amount of \$433.50 for a total allowance of \$61,807.00 and (ii) payment of \$49,098.80 (80% of the allowed fees pursuant to the Administrative Order) and reimbursement of \$433.50 (100% of the allowed expenses pursuant to the Administrative Order) for a total payment of \$49,532.30 for the period April 1, 2025 through May 31, 2025 (the “Fee Period”):

### **Background**

1. On January 15, 2025 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware. The Debtors are authorized to continue operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The Debtors’ chapter 11 cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b) and Local Rule 1015-1. No request for the appoint of a trustee or examiner has been made in these chapter 11 cases.

2. On January 28, 2025, the Office of the United States Trustee (the “U.S. Trustee”) appointed the Committee, which consists of the following members: (i) Low Tech Toy Club LLC; (ii) SunYin (HK) Holding Limited; (iii) Gwen Studios LLC; (iv) Brother International Corp.; (v) Ormo Ithalat Ihracat A.S.; (vi) Advantus, Corp.; (vii) Kimco Realty Corporation; (viii) Simon Property Group, Inc.; and (ix) Regency Centers, L.P. The *Notice of Appointment of Committee of Unsecured Creditors* [Dkt. No. 198] was filed on January 28, 2025.

3. On January 30, 2025, the Committee selected Kelley Drye & Warren LLP (“Kelley Drye”) as its lead counsel and Province, Inc. (“Province”) as its financial advisor. On January 31, 2025, the Committee selected Pachulski Stang Ziehl & Jones, LLP (“PSZJ”) as its co-counsel.

4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

5. On March 4, 2025, the Court entered the Administrative Order, authorizing estate professionals (“Professionals”) to submit applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee statements. If no objections are made within twenty-one (21) days after service of the monthly fee statement the Debtors are authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. The initial monthly fee statement covered the period from Petition Date through February 28, 2025. Beginning with the period ending March 31, 2025, and at three-month intervals or such other intervals convenient to the Court, each of the Professionals may file and serve an interim application for allowance of the amounts sought in its monthly fee statement for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

6. The retention of PSZJ, as counsel to the Committee, was approved effective as of January 31, 2025, by this Court’s *Order Authorizing the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Co-Counsel to the Official Committee of Unsecured Creditors as of January 31, 2025* [Docket No. 634] (the “Retention Order”). The Retention Order authorized PSZJ to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

**PSZJ's STATEMENT FOR COMPENSATION AND  
FOR REIMBURSEMENT OF EXPENSES**

**Compensation Paid and Its Source**

7. All services for which PSZJ requests compensation were performed for or on behalf of the Committee. PSZJ has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Statement. There is no agreement or understanding between PSZJ and any other person other than the partners of PSZJ for the sharing of compensation to be received for services rendered in this case. PSZJ has not received a retainer in this case.

**Fee Statements**

8. The invoice for the Fee Period is attached hereto as **Exhibit A**. This statement contains daily time logs describing the time spent by each attorney and paraprofessional during the Interim Period. To the best of PSZJ's knowledge, this Statement complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. PSZJ's time reports are initially handwritten or directly entered in the billing system, by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. PSZJ is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. PSZJ's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. To the extent it is feasible, PSZJ professionals attempt to work during travel.

**Actual and Necessary Expenses**

9. A summary of the actual and necessary expenses incurred by PSZJ for the Fee Period is attached hereto as part of **Exhibit A**. PSZJ customarily charges \$0.10 per page for



photocopying expenses related to cases, such as this, arising in Delaware. PSZJ's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. PSZJ summarizes each client's photocopying charges on a daily basis.

10. PSZJ charges \$0.25 per page for out-going facsimile transmissions. There is no additional charge for long distance telephone calls on faxes. The charge for outgoing facsimile transmissions reflects PSZJ's calculation of the actual costs incurred by PSZJ for the machines, supplies and extra labor expenses associated with sending telecopies and is reasonable in relation to the amount charged by outside vendors who provide similar services. PSZJ does not charge the Debtor for the receipt of faxes in this case.

11. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), PSZJ charges the standard usage rates these providers charge for computerized legal research. PSZJ bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by PSZJ is passed on to the client.

12. PSZJ believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, PSZJ believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

### **Summary of Services Rendered**

13. The names of the timekeepers of PSZJ who have rendered professional services in this case during the Interim Period are set forth in the attached **Exhibit A**. PSZJ, by and through such persons, has prepared and assisted in the preparation of various motions and orders submitted to the Court for consideration, advised the Committee on a regular basis with respect to various

matters in connection with the Debtors' cases, and performed all necessary professional services which are described and narrated in detail below.

### **Summary of Services by Project**

14. The services rendered by PSZJ during the Fee Period can be grouped into the categories set forth below. PSZJ attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit A**. Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

#### **A. Asset Disposition**

15. During the Fee Period, the Firm, among other things, (i) reviewed several sale objections; and (ii) reviewed lease assumptions and assumed contracts filed by Debtors.

Fees: \$3,790.00      Hours: 2.00

#### **B. Bankruptcy Litigation**

16. During the Fee Period, the Firm, reviewed various orders entered by the court and the status of other pending matters.

Fees: \$3,245.00      Hours: 2.20

#### **C. Case Administration**

17. During the Fee Period, the Firm, among other things, (i) maintained a calendar of critical dates and deadlines; (ii) reviewed Committee materials regarding investigation; and (iii) reviewed agendas filed and status of pending motions.

Fees: \$7,928.50      Hours: 7.10

**D. Claims Administration and Objections**

18. During the Fee Period, the Firm, (i) reviewed and corresponded regarding tax claims and rejection claims; (ii) reviewed objections filed to assumption and assignment of certain executory contracts.

Fees: \$4,358.50      Hours: 2.30

**E. PSZJ Compensation**

19. During the Fee Period, the Firm reviewed and drafted PSZJ's March and April monthly fee statements; and finalized and filed its first interim fee application.

Fees: \$9,393.50      Hours: 12.10

**F. Other Professional Compensation**

20. During the Fee Period, the Firm (i) reviewed Debtors' professionals' certification of counsel and related fee statements; (ii) reviewed and filed Committee professionals monthly fee statements and first interim fee applications.

Fees: \$14,291.50      Hours: 14.30

**G. Contract and Lease Matters**

21. During the Fee Period, the Firm reviewed the Debtors' rejection notices and corresponded with landlord's counsel regarding status.

Fees: \$1,622.50      Hours: 1.10

**H. Financing/Cash Collateral/Cash Management**

22. During the Fee Period, the Firm, reviewed interim DIP order.

Fees: \$590.00      Hours: 0.40

**I. Hearings**

23. During the Fee Period, the Firm, among other things, prepared for and attended several hearings.

Fees: \$1,448.00      Hours: 53.50

**J. Operations**

24. During the Fee Period, the Firm reviewed monthly operating reports.

Fees: \$189.50      Hours: 0.10

**K. Plan and Disclosure Statement**

25. During the Fee Period, the Firm reviewed a draft of the plan; prepared for confirmation hearing; and reviewed a proposed confirmation order and revised plan; and reviewed the amended plan and disclosure statement; .

Fees: \$13,569.00      Hours: 9.00

**L. Relief From Stay**

26. During the Fee Period, the Firm, reviewed various motions for relief from the stay.

Fees: \$947.50      Hours: 0.50

**Valuation of Services**

27. Attorneys and paraprofessionals of PSZJ expended a total 104.60 hours in connection with their representation of the Committee during the Fee Period, as follows:

**PSZJ PROFESSIONALS**

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate (including Changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Sandler, Bradford J.	Partner, 1996	\$1,895.00	8.40	\$15,918.00
O'Neill, James E.	Partner, 2001	\$1,475.00	20.20	\$29,795.00
Bates, Andrea T.	Paralegal	\$650.00	23.50	\$15,275.00
Cuniff, Patricia E.	Paralegal	\$625.00	0.30	\$187.50

<b>Name of Professional Individual</b>	<b>Position of the Applicant, Year of Obtaining License to Practice</b>	<b>Hourly Billing Rate (including Changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Bouzoukis, Charles J.	Case Management Assistant	\$495.00	0.40	\$198.00
Janet Grayson	Case Management Assistant	\$0.00	51.80	\$0.00
<b>Grand Total</b>			<b>104.60</b>	<b>\$61,373.50</b>

**Grand Total:       \$61,373.50**  
**Total Hours:       104.60**  
**Blended Rate:       \$586.74**

28. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are PSZJ's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZJ for the Committee during the Fee Period is \$61,373.50.

29. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZJ is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZJ has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Statement complies with such Rule and Order.

WHEREFORE, PSZJ respectfully requests that, for the period of April 1, 2025 through May 31, 2025, (i) an interim allowance be made to PSZJ for compensation in the amount \$61,373.50 and actual and necessary expenses in the amount of \$433.50 for a total allowance of \$61,807.00 and (ii) payment of \$49,098.80 (80% of the allowed fees pursuant to the Administrative Order) and reimbursement of \$433.50 (100% of the allowed expenses pursuant to

the Administrative Order) for a total payment of \$49,532.30, and for such other and further relief as this Court may deem just and proper.

Dated: June 19, 2025

**PACHULSKI STANG ZIEHL & JONES LLP**

By: /s/ James E. O'Neill

Bradford J. Sandler (DE Bar No. 4142)  
James E. O'Neill (DE Bar No. 4042)  
919 North Market Street, 17<sup>th</sup> Floor  
P.O. Box 8705  
Wilmington, DE 19801  
Telephone: (302) 652-4100  
Facsimile: (302) 652-4400  
Email: bsandler@pszjlaw.com  
joneill@pszjlaw.com

- and -

**KELLEY DRYE & WARREN LLP**

Jason R. Adams (admitted *pro hac vice*)  
Eric R. Wilson (admitted *pro hac vice*)  
William S. Gyves (admitted *pro hac vice*)  
Maeghan J. McLoughlin (admitted *pro hac vice*)  
3 World Trade Center  
175 Greenwich Street  
New York, NY 10007  
Tel.: (212) 808-7800  
Email: jadams@kelleydrye.com  
ewilson@kelleydrye.com  
wgyves@kelleydrye.com  
mmcloughlin@kelleydrye.com

*Co-Counsel to the Official Committee  
of Unsecured Creditors*

**DECLARATION**

STATE OF DELAWARE :  
:  
COUNTY OF NEW CASTLE :

James E. O'Neill, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Pachulski Stang Ziehl & Jones LLP, and am admitted to appear before this Court.
- b) I am familiar with the legal services rendered by PSZJ as counsel to the Committee.
- c) I have reviewed the foregoing Statement and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2, the Administrative Order signed on or about March 4, 2025 and submit that the Statement substantially complies with such rule and orders.

/s/ James E. O'Neill

James E. O'Neill

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

Debtors.

)

) Chapter 11

)

) Case No. 25-10068 (CTG)

)

) (Jointly Administered)

)

)

**Objections Due: July 10, 2025 at 4:00 P.M. (ET)**  
**Hearing Date: To be scheduled if necessary**

**NOTICE OF THIRD MONTHLY FEE STATEMENT FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES OF  
PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL FOR THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM  
APRIL 1, 2025 THROUGH MAY 31, 2025**

**PLEASE TAKE NOTICE** that on June 19, 2025, Pachulski Stang Ziehl & Jones LLP, counsel for the official committee of unsecured creditors (the “Committee”), filed its *Third Monthly Fee Statement for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Co-Counsel for the Official Committee of Unsecured Creditors for the Period From April 1, 2025 Through May 31, 2025* (the “Statement”), seeking compensation for the reasonable and necessary services rendered to the Committee in the amount of \$61,373.50 and reimbursement for actual and necessary expenses in the amount of \$433.50. A copy of the Statement is attached hereto for service upon you.

**PLEASE TAKE FURTHER NOTICE** that any response or objection to the Statement, if any, must be made in writing and filed with the United States Bankruptcy Court for the District

<sup>1</sup> The Debtors in these chapter 11 cases are: JOANN Inc.; Needle Holdings LLC; Jo-Ann Stores, LLC; Creative Tech Solutions LLC; Creativebug, LLC; WeaveUp, Inc.; JAS Aviation, LLC; joann.com, LLC; JOANN Ditto Holdings Inc.; Dittopatterns LLC; JOANN Holdings 1, LLC; JOANN Holdings 2, LLC; and Jo-Ann Stores Support Center, Inc.



of Delaware, 824 North Market Street, 3<sup>rd</sup> Floor, Courtroom No. 7, Wilmington, Delaware 19801 (the “Court”) on or before **July 10, 2025 at 4:00 p.m. Eastern Time**.

The Statement is submitted pursuant to the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief* entered on March 4, 2025 [Docket No. 552] (the “Administrative Order”).

**PLEASE TAKE FURTHER NOTICE** that at the same time, you must also serve a copy of the response or objection upon the following parties (the “Fee Notice Parties”): (a) the Debtors, JOANN Inc., 5555 Darrow Road, Hudson, Ohio 44236, Attn.: Ann Aber, EVP, Chief Legal and Human Resources Officer; (b) proposed co-counsel to the Debtors, (i) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn.: Aparna Yenamandra, P.C. (aparna.yenamandra@kirkland.com) and 333 West Wolf Point Plaza, Chicago Illinois 60654, Attn.: Jeffrey Michalik (jeff.michalik@kirkland.com), and Lindsey Blumenthal (lindsey.blumenthal@kirkland.com) and (ii) Cole Schotz P.C., 500 Delaware Avenue, Suite 1410, Wilmington, Delaware 19801, Attn.: Patrick J. Reilley (preilley@coleschotz.com), Stacy L. Newman (snewman@coleschotz.com), Michael E. Fitzpatrick (mfitzpatrick@coleschotz.com), and Jack M. Dougherty (jdougherty@coleschotz.com); (c) the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn.: Malcolm M. Bates (malcolm.m.bates@usdoj.gov); (d) counsel to the Prepetition ABL Agent, Morgan, Lewis & Bockius LLP, One Federal Street, Boston, Massachusetts 02110, Attn.: Christopher Carter (christopher.carter@morganlewis.com) and Marjorie Crider (marjorie.crider@morganlewis.com); (e) counsel to the Prepetition FILO Agent, Choate Hall & Stewart LLP, 2 International Place, Boston, Massachusetts 02110, Attn.: John Ventola (jventola@choate.com) and Jonathan Marshall (jmarshall@choate.com); (f) counsel to the Prepetition Term Loan Lender Ad Hoc Group, Gibson, Dunn & Crutcher LLP, 200 Park Avenue New York, New York 10166, Attn.: Scott Greenberg

(SGreenberg@gibsondunn.com), Kevin Liang (KLiang@gibsondunn.com), and Josh Brody (JBrody@gibsondunn.com); (g) counsel to the Prepetition Term Loan Agent, ArentFox Schiff LLP, 1301 Avenue of the Americas, 42nd Floor, New York, New York 10019, Attn.: Jeffrey Gleit (jeffrey.gleit@afslaw.com) and 1717 K Street NW, Washington, D.C. 20006, Attn.: Jonathan Bagg (jonathan.bagg@afslaw.com), and 233 South Wacker Drive, Suite 7100, Chicago, Illinois 60606, Attn.: Matthew Bentley (matthew.bentley@afslaw.com); (h) counsel to Gordon Brothers Retail Partners, LLC, Katten Muchin Rosenman LLP, 50 Rockefeller Plaza, New York, New York 10020, Attn.: Steven Reisman (sreisman@katten.com) and Cindi Giglio (cgiglio@katten.com); and (i) proposed counsel to the Official Committee of Unsecured Creditors, (i) Kelley Drye & Warren LLP, 3 World Trade Center, New York, New York 10007, Attn: Jason Adams (jadams@kelleydrye.com), Maeghan McLoughlin (mmcloughlin@kelleydrye.com) and Connie Choe (cchoe@kelleydrye.com) (ii) Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, Delaware, 19899-8705, Attn: Bradford Sandler (bsandler@pszjlaw.com) and James O'Neill (joneill@pszjlaw.com).

**PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS ARE FILED AND SERVED IN ACCORDANCE WITH THE ABOVE PROCEDURES, THEN 80% OF FEES AND 100% OF EXPENSES REQUESTED IN THE STATEMENT MAY BE PAID PURSUANT TO THE ADMINISTRATIVE ORDER WITHOUT FURTHER HEARING OR ORDER OF THE COURT.**

**IF A TIMELY OBJECTION IS FILED AND SERVED, A HEARING ON THE STATEMENT WILL BE HELD AT A DATE AND TIME TO BE DETERMINED.**

Dated: June 19, 2025

**PACHULSKI STANG ZIEHL & JONES LLP**

By: /s/ James E. O'Neill

Bradford J. Sandler (DE Bar No. 4142)

James E. O'Neill (DE Bar No. 4042)

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P.O. Box 8705

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Telephone: (302) 652-4100

Facsimile: (302) 652-4400

Email: bsandler@pszjlaw.com

joneill@pszjlaw.com

- and -

**KELLEY DRYE & WARREN LLP**

Jason R. Adams (admitted *pro hac vice*)

Eric R. Wilson (admitted *pro hac vice*)

William S. Gyves (admitted *pro hac vice*)

Maeghan J. McLoughlin (admitted *pro hac vice*)

3 World Trade Center

175 Greenwich Street

New York, NY 10007

Tel.: (212) 808-7800

Email: jadams@kelleydrye.com

ewilson@kelleydrye.com

wgyves@kelleydrye.com

mmcloughlin@kelleydrye.com

*Co-Counsel to the Official Committee  
of Unsecured Creditors*

**Exhibit A**

**April – May Invoice**



PACHULSKI  
STANG  
ZIEHL &  
JONES

919 North Market Street  
17th Floor  
Wilmington, DE 19801

May 31, 2025  
Invoice 147254  
Client 46699.00002

JoAnn O.C.C.

-

RE: Committee Representation

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**STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 05/31/2025**

FEES	\$61,373.50
EXPENSES	\$433.50
<b>TOTAL CURRENT CHARGES</b>	<b>\$61,807.00</b>
<b>BALANCE FORWARD</b>	<b>\$338,447.46</b>
<b>LAST PAYMENT</b>	<b>-\$271,423.26</b>
<b>TOTAL BALANCE DUE</b>	<b>\$128,831.20</b>

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**Summary of Services by Professional**

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
BJS	Sandler, Bradford J.	Partner	1,895.00	8.40	\$15,918.00
JEO	O'Neill, James E.	Partner	1,475.00	20.20	\$29,795.00
ATB	Bates, Andrea T.	Paralegal	650.00	23.50	\$15,275.00
PEC	Cuniff, Patricia E.	Paralegal	625.00	0.30	\$187.50
CJB	Bouzoukis, Charles J.	Case Management Assistant	495.00	0.40	\$198.00
JG	Janet Grayson	Case Management Assistant	0.00	51.80	\$0.00
			<hr/> 104.60		<hr/> \$61,373.50

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**Summary of Services by Task Code**

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AD	Asset Disposition	2.00	\$3,790.00
BL	Bankruptcy Litigation	2.20	\$3,245.00
CA	Case Administration	7.10	\$7,928.50
CO	Claims Administration and Objections	2.30	\$4,358.50
CP	PSZJ Compensation	12.10	\$9,393.50
CPO	Other Professional Compensation	14.30	\$14,291.50
EC	Contract and Lease Matters	1.10	\$1,622.50
FN	Financing/Cash Collateral/Cash Management	0.40	\$590.00
HE	Hearings	53.50	\$1,448.00
OP	Operations	0.10	\$189.50
PD	Plan and Disclosure Statement	9.00	\$13,569.00
RFS	Relief from Stay	0.50	\$947.50
		<hr/> 104.60	<hr/> \$61,373.50

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**Summary of Expenses**

<u>Description</u>	<u>Amount</u>
Litigation Support Vendors	\$71.10
Pacer - Court Research	\$233.10
Postage	\$53.10
Reproduction Expense	\$76.20
	<hr/>
	\$433.50



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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>Asset Disposition</b>						
05/07/2025	BJS	AD	Review Cotton Mill objection	0.10	1,895.00	\$189.50
05/12/2025	BJS	AD	Review RPT objection	0.10	1,895.00	\$189.50
05/12/2025	BJS	AD	Review Objection of CI Warner	0.10	1,895.00	\$189.50
05/12/2025	BJS	AD	Review Inland's objection	0.10	1,895.00	\$189.50
05/12/2025	BJS	AD	Review DKS's objection	0.10	1,895.00	\$189.50
05/12/2025	BJS	AD	Review Myrtle Beach Farms' objection	0.10	1,895.00	\$189.50
05/12/2025	BJS	AD	Review Cavender Stores' objection	0.10	1,895.00	\$189.50
05/14/2025	BJS	AD	Attention to assumed contracts	0.10	1,895.00	\$189.50
05/15/2025	BJS	AD	Review Alameda's objection	0.10	1,895.00	\$189.50
05/16/2025	BJS	AD	Attention to claim objections	0.20	1,895.00	\$379.00
05/16/2025	BJS	AD	Review Continental's objection	0.10	1,895.00	\$189.50
05/21/2025	BJS	AD	Review amended objection regarding Wolf Creek	0.10	1,895.00	\$189.50
05/23/2025	BJS	AD	Attention to sale/assume contracts	0.20	1,895.00	\$379.00
05/24/2025	BJS	AD	Attention to assumed leases	0.10	1,895.00	\$189.50
05/28/2025	BJS	AD	Review Suburban Plaza's objection	0.10	1,895.00	\$189.50
05/29/2025	BJS	AD	Review COC regarding CBTS lease	0.10	1,895.00	\$189.50
05/30/2025	BJS	AD	Attention to lease assumptions	0.10	1,895.00	\$189.50
05/31/2025	BJS	AD	Review LNN's objection	0.10	1,895.00	\$189.50
				<b>2.00</b>		<b>\$3,790.00</b>
<b>Bankruptcy Litigation</b>						
05/01/2025	JEO	BL	Review entered court orders	0.30	1,475.00	\$442.50
05/14/2025	JEO	BL	Review status of pending matters	1.00	1,475.00	\$1,475.00
05/16/2025	JEO	BL	Review status of pending matters	0.90	1,475.00	\$1,327.50
				<b>2.20</b>		<b>\$3,245.00</b>

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>Case Administration</b>						
04/01/2025	ATB	CA	Review docket (.2); update critical dates memo (.3); correspond with calendaring team re: same (.1).	0.60	650.00	\$390.00
04/17/2025	ATB	CA	Review docket (.2); update critical dates memo (.2).	0.40	650.00	\$260.00
04/17/2025	BJS	CA	Review critical dates and discuss with A.Bates	0.10	1,895.00	\$189.50
04/21/2025	ATB	CA	Review docket and update critical dates memo.	0.60	650.00	\$390.00
04/22/2025	ATB	CA	Update critical dates memo.	0.20	650.00	\$130.00
04/23/2025	JEO	CA	Review pending matters	1.00	1,475.00	\$1,475.00
04/29/2025	JEO	CA	Review omnibus order scheduling hearings	0.10	1,475.00	\$147.50
04/30/2025	BJS	CA	Review Amended Agenda and discuss with J. O'Neill	0.10	1,895.00	\$189.50
04/30/2025	JEO	CA	Review agenda canceling 5/8 hearing	0.20	1,475.00	\$295.00
05/06/2025	ATB	CA	Update critical dates memo.	0.30	650.00	\$195.00
05/09/2025	ATB	CA	Review docket (.2); updated critical dates memo (.3).	0.50	650.00	\$325.00
05/21/2025	BJS	CA	Review Committee Materials regarding investigation	0.30	1,895.00	\$568.50
05/22/2025	BJS	CA	Committee Call and review Province report	1.00	1,895.00	\$1,895.00
05/23/2025	ATB	CA	Review docket and update critical dates memo and calendar; circulate to team.	0.60	650.00	\$390.00
05/23/2025	BJS	CA	Review critical dates and discuss with A.Bates	0.10	1,895.00	\$189.50
05/27/2025	ATB	CA	Correspond with team regarding cancellation of 5/28 hearing.	0.20	650.00	\$130.00
05/27/2025	BJS	CA	Review amended agenda and discuss with J. O'Neill	0.10	1,895.00	\$189.50
05/30/2025	ATB	CA	Review docket (.2); update critical dates memo (.3); circulate to team (.1).	0.60	650.00	\$390.00
05/30/2025	BJS	CA	Review critical dates and discuss with A.Bates	0.10	1,895.00	\$189.50
				<b>7.10</b>		<b>\$7,928.50</b>

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
<b>Claims Administration and Objections</b>						
04/11/2025	BJS	CO	Various emails with W Weidenbacher regarding claims	0.30	1,895.00	\$568.50
04/14/2025	BJS	CO	Various emails with S Kaufman regarding tax claims	0.10	1,895.00	\$189.50
04/28/2025	BJS	CO	Review Steelworkers' settlement	0.30	1,895.00	\$568.50
04/30/2025	BJS	CO	Attention to rejection damage claims	0.20	1,895.00	\$379.00
05/06/2025	BJS	CO	Review U-Blaine Properties objection	0.10	1,895.00	\$189.50
05/08/2025	BJS	CO	Review Real Sub objection	0.20	1,895.00	\$379.00
05/12/2025	BJS	CO	Review WLPX's objection	0.10	1,895.00	\$189.50
05/12/2025	BJS	CO	Review Younger Partners Investment's objection	0.10	1,895.00	\$189.50
05/14/2025	BJS	CO	Review Bayfield's objection	0.10	1,895.00	\$189.50
05/15/2025	BJS	CO	Telephone conference with D Easton regarding 503b9 claims	0.30	1,895.00	\$568.50
05/16/2025	BJS	CO	Review National Realty's objection	0.10	1,895.00	\$189.50
05/19/2025	BJS	CO	Various email with Committee regarding claim recon	0.10	1,895.00	\$189.50
05/21/2025	BJS	CO	Attention to Cotton Mill's claim	0.10	1,895.00	\$189.50
05/29/2025	BJS	CO	Attention to Myrtle Beach Farms objection	0.20	1,895.00	\$379.00
				<b>2.30</b>		<b>\$4,358.50</b>
<b>PSZJ Compensation</b>						
04/14/2025	JEO	CP	Review and finalize PSZJ first monthly fee application	0.50	1,475.00	\$737.50
04/15/2025	ATB	CP	Review Feb prebill.	0.60	650.00	\$390.00
04/21/2025	ATB	CP	Revise PSZJ first monthly fee statement.	1.00	650.00	\$650.00
04/21/2025	ATB	CP	Review exhibit to March bill.	0.60	650.00	\$390.00
04/21/2025	JEO	CP	Review and finalize First Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP as Co-Counsel for the Official Committee	0.40	1,475.00	\$590.00
04/22/2025	ATB	CP	Draft PSZJ March fee application.	0.80	650.00	\$520.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/22/2025	JEO	CP	Review and finalize PSZJ March fee application	0.50	1,475.00	\$737.50
04/29/2025	ATB	CP	Draft first interim fee application for 1/31/25 - 3/31/25.	2.00	650.00	\$1,300.00
04/29/2025	ATB	CP	Revise professionals' fee chart.	0.30	650.00	\$195.00
05/12/2025	ATB	CP	Review April bill (.3); correspond with J. O'Neill re: same (.1).	0.40	650.00	\$260.00
05/12/2025	ATB	CP	Draft CNOs re: PSZJ Feb and March monthlies (.4); file same (.3).	0.70	650.00	\$455.00
05/13/2025	ATB	CP	Revisions to PSZJ first interim fee application; correspond with co-counsel re: same.	0.90	650.00	\$585.00
05/13/2025	ATB	CP	File CNO re: PSZJ March fee application; correspond with J. O'Neill re: same.	0.30	650.00	\$195.00
05/15/2025	ATB	CP	Correspond with J. O'Neill re: filing of first interim fee applications (.4); revise PSZJ application (.4) ; draft notice of hearing re: same (.3) ; file and serve same (.3).	1.40	650.00	\$910.00
05/15/2025	BJS	CP	Review and revise fee app	0.30	1,895.00	\$568.50
05/16/2025	ATB	CP	Draft notice of hearing regarding Committee professionals first interim fee application (.3); correspond with J. O'Neill and co-counsel regarding same (.3); file and serve same (.4).	1.00	650.00	\$650.00
05/29/2025	ATB	CP	Organize ledes files for PSZJ Feb and March fee applications; forward same to UST office.	0.40	650.00	\$260.00
				<b>12.10</b>		<b>\$9,393.50</b>

#### Other Professional Compensation

04/14/2025	JEO	CPO	Review and finalize Province Interim Fee application	0.40	1,475.00	\$590.00
04/15/2025	JEO	CPO	Review status of fee applications	0.50	1,475.00	\$737.50
04/16/2025	BJS	CPO	Review K&E fee app	0.10	1,895.00	\$189.50
04/21/2025	BJS	CPO	Review Centerview Partners fee app	0.10	1,895.00	\$189.50
04/29/2025	ATB	CPO	Draft notice for Province first monthly fee statement; review fee statement; file and serve same.	0.70	650.00	\$455.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/29/2025	JEO	CPO	Review and finalize Monthly Application for Compensation and Reimbursement of Expenses of Province, LLC as Financial Advisor to the Official Committee of Unsecured Creditors for the period January 30, 2025 to February 28, 2025	0.40	1,475.00	\$590.00
05/05/2025	ATB	CPO	Review, file and serve Kelly Drye first combined monthly fee application.	0.60	650.00	\$390.00
05/05/2025	JEO	CPO	Review and finalize fee application	0.40	1,475.00	\$590.00
05/05/2025	JEO	CPO	Review and finalize Monthly Application for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Lead Counsel to the Official Committee of Unsecured Creditors for the period January 30, 2025 to February 28, 2025	0.40	1,475.00	\$590.00
05/06/2025	ATB	CPO	Revise, file and serve Province March monthly.	0.70	650.00	\$455.00
05/06/2025	BJS	CPO	Review Province fee app	0.10	1,895.00	\$189.50
05/06/2025	JEO	CPO	Review and finalize fee application for Province	0.40	1,475.00	\$590.00
05/07/2025	BJS	CPO	Review Cole Schotz fee app	0.10	1,895.00	\$189.50
05/08/2025	ATB	CPO	Review; file and serve Kelley Drye March fee statement.	0.70	650.00	\$455.00
05/12/2025	ATB	CPO	Draft CNO re: province Feb monthly (.3); correspond with Province re: same.	0.50	650.00	\$325.00
05/12/2025	BJS	CPO	Review K&E fee app	0.10	1,895.00	\$189.50
05/15/2025	ATB	CPO	Correspond with Kelley Drye re: filing of Committee's first interim fee applications (.4); draft notice of hearing re: Province application (.3); finalize and file and serve same (.6).	1.30	650.00	\$845.00
05/15/2025	BJS	CPO	Review KDW fee app	0.10	1,895.00	\$189.50
05/15/2025	BJS	CPO	Review Province fee app	0.10	1,895.00	\$189.50
05/15/2025	JEO	CPO	Review issues related to interim fee applications for committee professionals.	1.00	1,475.00	\$1,475.00
05/16/2025	JEO	CPO	Review notice for fee hearing	0.60	1,475.00	\$885.00
05/19/2025	ATB	CPO	Update Committee professionals' fee chart.	0.30	650.00	\$195.00

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/20/2025	ATB	CPO	Draft CNO for Province's first monthly fee statement; correspond with Province re: same.	0.40	650.00	\$260.00
05/21/2025	ATB	CPO	Draft CNO re: Province first monthly; correspond with S. Kietlinski re: same; file same.	0.50	650.00	\$325.00
05/28/2025	ATB	CPO	Draft and file CNO re: Kelley Drye's March monthly.	0.40	650.00	\$260.00
05/28/2025	ATB	CPO	Draft CNOs re: Kelley Drye's first and second monthlies (.3); correspond with J. Churchill re: same (.2).	0.50	650.00	\$325.00
05/28/2025	ATB	CPO	Draft and file CNO's re: Province's Feb and March monthlies.	0.60	650.00	\$390.00
05/29/2025	ATB	CPO	Draft CNO re: Province March fee application (.2); correspond with S. Kietlinski re: same (.1); file CNO (.1); update Province April fee application (.2); correspond with S. Kietlinski re: same (.1).	0.70	650.00	\$455.00
05/29/2025	JEO	CPO	Review status of Province monthly fee application and approve CNO for filing	0.30	1,475.00	\$442.50
05/30/2025	ATB	CPO	Review and file Province's April monthly fee statement (.4); draft CNO re: Province March monthly (.1); correspond with Province re: same and file (.2).	0.70	650.00	\$455.00
05/30/2025	JEO	CPO	Review status of KDW fee application and approve CNO for filing	0.30	1,475.00	\$442.50
05/30/2025	JEO	CPO	Review and finalize monthly fee application for Province	0.30	1,475.00	\$442.50
				<b>14.30</b>		<b>\$14,291.50</b>

#### **Contract and Lease Matters**

04/15/2025	JEO	EC	Review and respond to email from Landlord lawyer re status	0.30	1,475.00	\$442.50
04/30/2025	JEO	EC	Review rejection notices	0.80	1,475.00	\$1,180.00
				<b>1.10</b>		<b>\$1,622.50</b>

#### **Financing/Cash Collateral/Cash Management**

04/01/2025	JEO	FN	Review further interim DIP order	0.40	1,475.00	\$590.00
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				<b>0.40</b>		<b>\$590.00</b>
<b>Hearings</b>						
05/01/2025	PEC	HE	Review Agenda for 5/6/25 Hearing and circulate	0.10	625.00	\$62.50
05/19/2025	PEC	HE	Review Agenda canceling 5/21/25 Hearing and circulate	0.20	625.00	\$125.00
05/21/2025	JG	HE	Prepare hearing and virtual notebook for hearing on 05-28-25..	0.50	0.00	N/C
05/22/2025	JG	HE	Prepare hearing notebook for hearing 05/28/25.	50.00	0.00	N/C
05/23/2025	ATB	HE	Circulate agenda for 5/28 hearing; coordinate hearing binders for team.	0.50	650.00	\$325.00
05/23/2025	CJB	HE	Prepare hearing binders for hearing on 5/28/25.	0.40	495.00	\$198.00
05/23/2025	JG	HE	Prepare hearing notebook for hearing on 5/28/25.	1.30	0.00	N/C
05/27/2025	JEO	HE	Review agenda canceling hearing	0.20	1,475.00	\$295.00
05/27/2025	JEO	HE	Email to co-counsel regarding status of 5/28 hearing	0.30	1,475.00	\$442.50
				<b>53.50</b>		<b>\$1,448.00</b>
<b>Operations</b>						
04/25/2025	BJS	OP	Review MORs	0.10	1,895.00	\$189.50
				<b>0.10</b>		<b>\$189.50</b>
<b>Plan and Disclosure Statement</b>						
04/03/2025	JEO	PD	Review draft plan	1.00	1,475.00	\$1,475.00
04/08/2025	JEO	PD	Prepare for confirmation hearing	2.00	1,475.00	\$2,950.00
04/11/2025	JEO	PD	Participate in hearing regarding court's confirmation decision	1.00	1,475.00	\$1,475.00
04/15/2025	JEO	PD	Review proposed confirmation order	0.60	1,475.00	\$885.00
04/15/2025	JEO	PD	Review revised plan	0.80	1,475.00	\$1,180.00
05/05/2025	BJS	PD	Review amended plan and Disclosure Statement	0.50	1,895.00	\$947.50

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05/07/2025	JEO	PD	Review amended plan and disclosure statement	2.00	1,475.00	\$2,950.00
05/27/2025	BJS	PD	Attention to Disclosure Statement Order	0.10	1,895.00	\$189.50
05/27/2025	BJS	PD	Various email with J McLoughlin regarding plan update	0.10	1,895.00	\$189.50
05/27/2025	JEO	PD	Review amended plan and disclosure statement	0.90	1,475.00	\$1,327.50
				<b>9.00</b>		<b>\$13,569.00</b>
<b>Relief from Stay</b>						
04/08/2025	BJS	RFS	Review OOCL's Motion for Relief	0.10	1,895.00	\$189.50
04/29/2025	BJS	RFS	Review COC regarding OOCL	0.10	1,895.00	\$189.50
04/30/2025	BJS	RFS	Review Ocean Network's motion	0.20	1,895.00	\$379.00
05/30/2025	BJS	RFS	Review COC regarding Brown Stay Relief motion	0.10	1,895.00	\$189.50
				<b>0.50</b>		<b>\$947.50</b>
<b>TOTAL SERVICES FOR THIS MATTER:</b>						<b>\$61,373.50</b>



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### **Expenses**

02/13/2025	OS	Advita overtime, Justin Morton (1.87)	56.10
02/14/2025	OS	Advita overtime, Terrance Jones (0.5)	15.00
04/04/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 4 @0.10 PER PG)	0.40
04/29/2025	RE	SCAN/COPY ( 50 @0.10 PER PG)	5.00
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 11 @0.10 PER PG)	1.10
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 19 @0.10 PER PG)	1.90
04/29/2025	RE	SCAN/COPY ( 33 @0.10 PER PG)	3.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 4 @0.10 PER PG)	0.40
04/29/2025	RE	SCAN/COPY ( 4 @0.10 PER PG)	0.40
04/29/2025	RE	SCAN/COPY ( 36 @0.10 PER PG)	3.60
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
04/29/2025	RE	SCAN/COPY ( 3 @0.10 PER PG)	0.30
05/16/2025	PO	Postage	53.10
05/16/2025	RE	( 2 @0.20 PER PG)	0.40
05/16/2025	RE	SCAN/COPY ( 1 @0.10 PER PG)	0.10
05/16/2025	RE	SCAN/COPY ( 26 @0.10 PER PG)	2.60
05/16/2025	RE	SCAN/COPY ( 5 @0.10 PER PG)	0.50
05/16/2025	RE	SCAN/COPY ( 1 @0.10 PER PG)	0.10
05/16/2025	RE	SCAN/COPY ( 120 @0.10 PER PG)	12.00

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05/21/2025	RE	SCAN/COPY ( 4 @0.10 PER PG)	0.40
05/21/2025	RE	SCAN/COPY ( 140 @0.10 PER PG)	14.00
05/21/2025	RE	SCAN/COPY ( 13 @0.10 PER PG)	1.30
05/21/2025	RE	SCAN/COPY ( 5 @0.10 PER PG)	0.50
05/21/2025	RE	SCAN/COPY ( 1 @0.10 PER PG)	0.10
05/23/2025	RE	( 2 @0.20 PER PG)	0.40
05/23/2025	RE	SCAN/COPY ( 2 @0.10 PER PG)	0.20
05/23/2025	RE	SCAN/COPY ( 70 @0.10 PER PG)	7.00
05/23/2025	RE	SCAN/COPY ( 64 @0.10 PER PG)	6.40
05/23/2025	RE	SCAN/COPY ( 48 @0.10 PER PG)	4.80
05/23/2025	RE	SCAN/COPY ( 60 @0.10 PER PG)	6.00
05/31/2025	PAC	Pacer - Court Research	233.10

**Total Expenses for this Matter**

**\$433.50**

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**A/R STATEMENT**

**Outstanding Balance from prior invoices as of 05/31/2025**

**(May not include recent payments)**

<b><u>A/R Bill Number</u></b>	<b><u>Invoice Date</u></b>	<b><u>Fee Billed</u></b>	<b><u>Expenses Billed</u></b>	<b><u>Balance Due</u></b>
146128	02/28/2025	\$62,270.50	\$0.00	\$62,270.50
146419	03/31/2025	\$4,753.70	\$0.00	\$4,753.70

**Total Amount Due on Current and Prior Invoices:**

**\$128,831.20**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

Chapter 11

JOANN INC., *et al.*,<sup>1</sup>

Case No. 25-10068 (CTG)

(Jointly Administered)

Debtors.

## CERTIFICATE OF SERVICE

I, James E. O'Neill, hereby certify that on the 19th day of June, 2025, I caused a copy of the following document(s) to be served on the individual(s) listed on the Notice as the "Notice Parties":

***NOTICE OF THIRD MONTHLY FEE STATEMENT FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES OF  
PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL FOR THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE  
PERIOD FROM APRIL 1, 2025 THROUGH MAY 31, 2025;***

**THIRD MONTHLY FEE STATEMENT FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP, AS CO-COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM APRIL 1, 2025 THROUGH MAY 31, 2025**

/s/ *James E. O'Neill*

James E. O'Neill (Bar No. 4042)

<sup>1</sup> The Debtors in these chapter 11 cases are: JOANN Inc.; Needle Holdings LLC; Jo-Ann Stores, LLC; Creative Tech Solutions LLC; Creativebug, LLC; WeaveUp, Inc.; JAS Aviation, LLC; joann.com, LLC; JOANN Ditto Holdings Inc.; Dittopatterns LLC; JOANN Holdings 1, LLC; JOANN Holdings 2, LLC; and Jo-Ann Stores Support Center, Inc.